

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:	X
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	) ) )
as representative of	) No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	) (Jointly Administered)
Debtors. <sup>1</sup>	) )
In re:	X
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	) ) )
as representative of	) No. 17 BK 03566-LTS
THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO	) ) )
Debtor.	) X

**MOTION FOR LEAVE TO WITHDRAW AS COUNSEL TO  
THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT  
OF THE COMMONWEALTH OF PUERTO RICO**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780 LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

COMES NOW DLA Piper LLP (US) and DLA Piper (Puerto Rico) LLC (together, the “Movant”), counsel of record for Debtor ERS in the above-referenced Title III proceedings, and moves the Court for an Order granting Movant leave to withdraw as counsel of record for ERS. In support thereof, the Movant states as follows:

1. On May 3, 2017, the Financial Oversight and Management Board for Puerto Rico (“Oversight Board”), acting as the representative of the Commonwealth of Puerto Rico (the “Commonwealth”), filed with this Court a petition under Title III of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”). The case is captioned *In re The Financial Oversight and Management Board for Puerto Rico, as representative of the Commonwealth of Puerto Rico*, Case No. 17-BK-3283 (the “Commonwealth Title III Case”). The law firms of Proskauer Rose, LLP and O’Neill & Borges, LLC appeared as counsel to the Commonwealth, by and through the Oversight Board, as the debtor’s representative pursuant to section 315(b) of PROMESA.

2. On May 8, 2017, Movant filed a Notice of Appearance on behalf of ERS as an interested party in the Commonwealth Title III Case.

3. On May 15, 2017, Mohammad S. Yassin and the law firm of O’Melveny & Myers LLP appeared in the Commonwealth Title III Case on behalf of the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”).

4. On May 21, 2017, the Oversight Board, acting as the representative of ERS, filed with this Court a separate Title III petition on behalf of ERS. The case is captioned *In re The Financial Oversight and Management Board for Puerto Rico, as representative of the Employees Retirement System of the Government of the Commonwealth of Puerto Rico*, Case No. 17-BK-3566 (the “ERS Title III Case”). The law firms of Proskauer Rose, LLP and O’Neill & Borges,

LLC appeared as counsel to ERS, by and through the Oversight Board, as the debtor's representative pursuant to section 315(b) of PROMESA.

5. On May 23, 2017, Movant appeared on behalf of Debtor ERS in the ERS Title III Case.

6. AAFAF, through its counsel O'Melveny & Myers LLP, has subsequently appeared on behalf of ERS and the other Title III Debtors in each of their respective Title III cases, pursuant to the authority granted to it under the Enabling Act of the Fiscal Agency and Financial Advisory Authority, Act 2-2017.

7. ERS will continue to be represented by AAFAF through its counsel O'Melveny & Myers LLP.

8. Movant has informed ERS of its intention to withdraw as counsel of record in the ERS Title III Case and the Commonwealth Title III Case. ERS has not objected to Movant's resignation as its counsel in the Title III cases.

9. Pursuant to Local Rule 9010-1(3)(B), Movant has given notice of this motion to ERS, the United States Trustee, the official committee of unsecured creditors and the official committee of retirees appointed in the Title III cases, the Oversight Board and all parties who have requested notice in the Commonwealth Title III Case and the ERS Title III Case.

*[remainder of page intentionally left blank]*

WHEREFORE, Movant respectfully requests that the Court grant Movant leave to withdraw as counsel of record for ERS.

Dated: February 27, 2018  
San Juan, Puerto Rico

Respectfully submitted,

s/José A. Sosa-Lloréns  
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-and-

/s/ Rachel Ehrlich Albanese  
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**CERTIFICATE OF SERVICE**

I hereby certify that on February 26, 2018, I caused this Motion for Leave to Withdraw as Counsel to be filed with the Clerk of the Court using the CM/ECF system, thereby effecting service on all parties registered to receive CM/ECF notifications in this matter, and that I have further caused this Motion to be served via U.S. Mail on the United States Trustee.

*s/José A. Sosa-Lloréns*

José A. Sosa-Lloréns  
USDC-PR No. 208602